

**Return**8-10-12GEN CO REGISTER OF DEEDS  
RECEIVED

2012 AUG -9 P 1:28 COVENANT DEED

**Return**6-12-12GEN CO REGISTER OF DEEDS  
RECEIVED

2012 JUN -5 P 12:39

THE HERALD PUBLISHING COMPANY, LLC, a New York limited liability company, whose principal address is c/o Sabin, Bermant & Gould LLP, Four Times Square, 23rd Floor, New York, New York 10036, Attn: Real Estate Department ("Grantor"), hereby sells, conveys, grants and bargains to URC FJ, LLC, a Michigan limited liability company, whose principal address is 519 South Saginaw Street, Flint, Michigan 48502 ("Grantee"), the property located in the City of Flint, Genesee County, Michigan (the "Property"), as more specifically described on Exhibit A attached hereto and made a part hereof, for the sum of One Dollar and no/100<sup>ths</sup> (\$1.00) and other good and valuable consideration (See filed Real Estate Transfer Tax Valuation Affidavit), subject to the liens, encumbrances, easements and other matters, which are set forth on Exhibit B attached hereto and made a part hereof (collectively, the "Permitted Exceptions").

Grantor covenants to Grantee and agrees that Grantor shall warrant and defend the title to the Property conveyed unto Grantee, its successors and assigns, forever, against the lawful claims and demands of all persons claiming by, from, through, or under Grantor, but against no other claims or persons, whatsoever, subject, however, to the Permitted Exceptions.

Grantor grants to Grantee the right to make zero (0) divisions under Section 108 of the Land Division Act, Act No. 288 of the Public Acts of 1967, as amended. This Property may be located within the vicinity of farmland or a farm operation. Generally accepted agricultural and management practices which may generate noise, dust, odors, and other associated conditions may be used and are protected by the Michigan Right to Farm Act.

Dated: May 18, 2012

delivered May 30, 2012

201208240067983 08/24/2012  
P:1 of 7 F:\$32.00 1:00PM  
Roselyn Bogardus T20120121441  
Genesee County Register ENV

GRANTOR

THE HERALD PUBLISHING COMPANY, LLC,  
a New York limited liability company

By:

Its:

[Signature]  
CFO Thomas Summer

I hereby certify, based upon the records in my office, that there are no tax liens or titles held by the state, or by any individual, against the within description, and that all taxes due thereon have been paid for the 5 years next preceding the date of this instrument.

Deborah L Cherry  
8/22/12  
AMH

10811441.3

Parcel # 11.18.126.018  
I hereby certify that all taxes and/or tax liens payable to the City Treasurer have been paid. This does not include water bills. This certification is for record purposes and does not relieve the taxpayer of the responsibility for payment of any lien(s) not collected due to clerical error.

D. Bingham PE 7.5.12  
City Treasurer Clk Date

2012 AUG 17 P 1:50  
GEN CO REGISTER OF DEEDS  
RECEIVED

7/3

20330 70 87721 100

PE:SI C 2 100 1000

Parcel # 41-18-127-0R

I hereby certify that all taxes and/or tax liens payable to the City Treasurer have ~~have not~~ been paid. This does not include water bills. This certification is for recording purposes and does not relieve the taxpayer of the responsibility for payment of any lien(s) not collected due to clerical error.

D. Bingham PE 7.27.12  
City Treasurer Clk Date

Parcel # 41-18-126-008

I hereby certify that all taxes and/or tax liens payable to the City Treasurer have ~~have not~~ been paid. This does not include water bills. This certification is for recording purposes and does not relieve the taxpayer of the responsibility for payment of any lien(s) not collected due to clerical error.

D. Bingham PE 7.27.12  
City Treasurer Clk Date

Parcel # 41-18-126-017

I hereby certify that all taxes and/or tax liens payable to the City Treasurer have ~~have not~~ been paid. This does not include water bills. This certification is for recording purposes and does not relieve the taxpayer of the responsibility for payment of any lien(s) not collected due to clerical error.

D. Bingham PE 7.27.12  
City Treasurer Clk Date

Parcel # 41-18-126-015

I hereby certify that all taxes and/or tax liens payable to the City Treasurer have ~~have not~~ been paid. This does not include water bills. This certification is for recording purposes and does not relieve the taxpayer of the responsibility for payment of any lien(s) not collected due to clerical error.

D. Bingham PE 7.27.12  
City Treasurer Clk Date

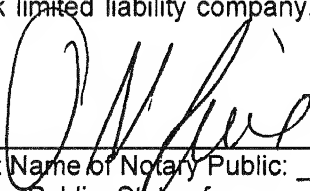
Parcel # 41-18-126-011

I hereby certify that all taxes and/or tax liens payable to the City Treasurer have ~~have not~~ been paid. This does not include water bills. This certification is for recording purposes and does not relieve the taxpayer of the responsibility for payment of any lien(s) not collected due to clerical error.

D. Bingham PE 7.27.12  
City Treasurer Clk Date

STATE OF New York )  
COUNTY OF New York ) §

This instrument was acknowledged before me on May 18, 2012,  
by Thomas Summer, the CFO of The Herald Publishing  
Company, LLC, a New York limited liability company, on behalf of such limited liability  
company.

  
Print Name of Notary Public: \_\_\_\_\_  
Notary Public, State of \_\_\_\_\_, County of \_\_\_\_\_  
My commission expires: \_\_\_\_\_

ANDREW M. LEVINE  
Notary Public, State of New York  
No. 02LE4771790  
Qualified in New York County  
Commission Expires June 30, 2014

Drafted by:

David J. Jacob, Esq.  
Honigman Miller Schwartz and Cohn LLP  
39400 Woodward Avenue  
Suite 101  
Bloomfield Hills, Michigan 48304

When recorded return to:

Michael A. Stack  
Bodman PLC  
P.O. Box 405  
229 Court Street  
Cheboygan, Michigan 49721

Return To:  
Title Source Inc.  
1450 W Long Lake Rd.  
Suite 400  
Troy, MI 48098  
56276989  
**COMMERCIAL A0**

32-

Send subsequent tax bills to: Grantee

Recording Fee: \$ \_\_\_\_\_

Transfer Tax: \$ \_\_\_\_\_

**EXHIBIT A TO COVENANT DEED****Legal Description of the Property**

Certain real property located in the City of Flint, County of Genesee, State of Michigan and described as follows:

Tax Id Number(s): 41-18-126-018, 41-18-127-019, 21-03-442-001 (Industrial Facility Tax), 41-18-126-008, 41-18-126-017, 41-18-126-015, 41-18-126-011

Land Situated in the City of Flint in the County of Genesee in the State of Michigan

Lots 1, 2, 3, and 4, ALSO Northerly 58.87 feet of Lot 5, Block 7, ALSO that part of the Westerly 1/2 of vacated Wallenberg Street adjoining said Lots 2 and 4, Block 7, VILLAGE OF FLINT RIVER, as contained in Deed Liber 1, Page 14, and transcribed in Plat Liber 6, Page 2, also recorded in Plat Liber 18, Page 4, Genesee County Records.

ALSO

Lots 1 through 10, Block 12 of the VILLAGE OF FLINT RIVER, also that part of the East 1/2 of vacated Wallenberg Street adjacent to Lots 1, 3, 5, 7, and 9, Block 12, as contained in Deed Liber 1, Page 14, and transcribed in Plat Liber 6, Page 2, also recorded in Plat Liber 18, Page 4, Genesee County Records. ALSO Being Described as: Beginning at the Northeast corner of Lot 2, Block 12; thence South 32 degrees 6 minutes 19 seconds East along the Westerly line of Stevens Street 331.11 feet (recorded as 330.0 feet) to the Northerly line of Second Street; thence North 58 degrees 0 minutes 18 seconds East (South 58 degrees 0 minutes 18 seconds West, measured) along said Northerly line 331.81 feet (recorded as 330.0 feet) to the Easterly line of Wallenberg Street; thence North 31 degrees 45 minutes 47 seconds West along said Easterly line 331.08 feet (recorded as 330.00 feet) to the Southerly line of First Street; thence North 58 degrees 0 minutes 0 seconds East along said Southerly line 329.83 feet (recorded as 330.0 feet) to the point of beginning, including that part of the East 1/2 of vacated Wallenberg Street adjacent to Lots 1, 3, 5, 7, and 9, Block 12, as contained in Deed Liber 1, Page 14, and transcribed in Plat Liber 6, Page 2, also recorded in Plat Liber 18, Page 4, Genesee County Records.

ALSO

Lot 6 and that part of Lot 8, Block 7, VILLAGE OF FLINT RIVER, as contained in Deed Liber 1, Page 14, and transcribed in Plat Liber 6, Page 2, also recorded in Plat Liber 18, Page 4, Genesee County Records, lying Northerly of the following described line: Beginning at a point in the Easterly line of said Lot, 1.25 feet Southerly from the Northeasterly corner of said lot; thence Westerly to a point in Westerly line of said lot, 1.66 feet Southerly from Northwestern corner of said lot, Block 7. ALSO that part of Westerly 1/2 of vacated Wallenberg Street adjoining said Lot 6 and part of Lot 8, Block 7.

ALSO

The Northerly 59 feet of the Easterly 66 feet of Lot 8, Block 7, VILLAGE OF FLINT RIVER, as contained in Deed Liber 1, Page 14, and transcribed in Plat Liber 6, Page 2, also recorded in Plat Liber 18, Page 4, Genesee County Records, EXCEPT that part lying Northerly of the following described line: Beginning at a point in the Easterly line of said Lot 1.25 feet

Southerly from Northeasterly corner of said lot; thence Westerly to a point in Westerly line of said lot, 1.66 feet Southerly from Northwesterly corner of said lot, Block 7. ALSO that part of the Westerly 1/2 of vacated Wallenberg Street adjoining said part of Lot 8, Block 7.

ALSO

Part of Lots 8 and 10, Block 7, VILLAGE OF FLINT RIVER, as contained in Deed Liber 1, Page 14, and transcribed in Plat Liber 6, Page 2, also recorded in Plat Liber 18, Page 4, Genesee County Records, described as: The Westerly 6 rods of Lots 8 and 10, EXCEPT that part lying Northerly of the following described line: Beginning at a point on the Easterly line of said Lot 8, 1.25 feet Southerly from the Northeasterly corner of said lot; thence Westerly to a point in the Westerly line of said lot, 1.66 feet from Northwesterly corner of said Lot.

ALSO

The South 7 feet of the East 4 rods of Lot 8 and the East 4 rods of Lot 10, Block 7, ALSO that part of Westerly 1/2 of vacated Wallenberg Street adjoining said part of Lot 8 and Lot 10, Block 7, VILLAGE OF FLINT RIVER, as contained in Deed Liber 1, Page 14, and transcribed in Plat Liber 6, Page 2, also recorded in Plat Liber 18, Page 4, Genesee County Records.

Commonly known as: 200 and 300 East First Street, Flint, Michigan 48502

**EXHIBIT B TO COVENANT DEED****List of Permitted Exceptions**

1. Building and zoning laws and ordinances for the municipality where the Property is located and any State, County or Federal regulations affecting the Property or its use or occupancy;
2. Private, public and utility easements of record, roads and highways;
3. All current and future liens for real estate taxes, assessments, water and sewer charges and rents, which are not due and payable as of the date of this Covenant Deed, or which may be assessed or accrue subsequent to the date of this Covenant Deed;
4. All facts or matters which would be revealed or disclosed by an accurate survey and inspection of the Property;
5. Private Easement and Right-of-Way Grant for Storm Sewer Construction and Maintenance recorded January 6, 1989 in Deed Liber 2345, Page 958;
6. Subject to Easements and Party Wall Agreements as set forth in Deeds recorded March 17, 1993 in Deed Liber 2491, Page 193, Corrective Deed recorded May 18, 1993 in Deed Liber 2497, Page 76 and Corrective Deed recorded August 30, 1993 in Deed Liber 2507, Page 353;
7. Drainage Easement Agreement recorded August 24, 2010 in Instrument No. 201008240062228; and
8. Rights of adjoining property owners in and to that portion of subject premises lying within the insured easement for ingress and egress.
9. ALTA/ACSM Land Title Survey prepared by Meridian Land Surveying dated March 27, 2012 as Job No. 201209 which discloses:
  - A. Building commonly known as 200 E. First Street over southwesterly property line.
  - B. Parking surface over property line and joins and shares parking with property to the southwest of subject property.
  - C. Vents attached to building commonly known as 200 E. First Street encroach into right of way.
  - D. Building commonly known as 300 E. First Street over 10' storm sewer easement recorded in Liber 2345, Page 958.

10. Terms, conditions and provisions of unrecorded Commercial/Industrial Facility Tax Agreement with the City of Flint in connection with IFT Parcel No. 21-03-442-001.